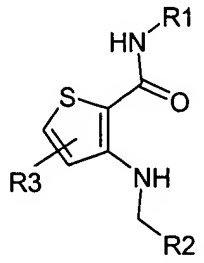
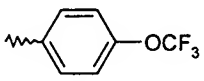
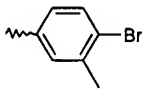
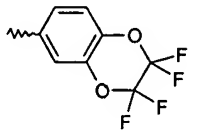
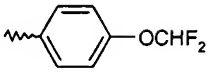
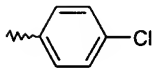
The claims are:

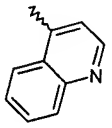
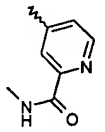
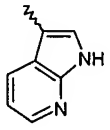
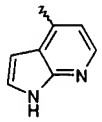
Claim 1. (original) A compound represented by Formula (I):



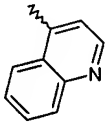
(I)

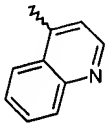
or a pharmaceutically acceptable salt or N-oxide thereof, wherein

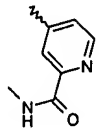
R1 is  ,  ,  ,  or  ;

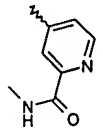
R2 is  ,  ,  , or  ; and

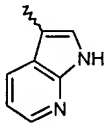
R3 is C_{0-4}alkyl.

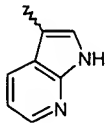
Claim 2. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  .

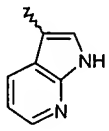
Claim 3. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  ; and R3 is hydrogen.

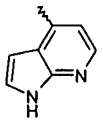
Claim 4. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  .

Claim 5. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  ; and R3 is hydrogen.

Claim 6. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  .

Claim 7. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  ; and R3 is $C_{0\text{-}4}$alkyl.

Claim 8. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  ; and R3 is hydrogen.

Claim 9. (original) The compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, wherein R2 is  ; and R3 is $C_{0\text{-}4}$alkyl.

Claim 10. (original) A composition comprising a compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, and a pharmaceutically acceptable carrier.

Claim 11. (original) A composition comprising a compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof; and
an anti-neoplastic, anti-tumor, anti-angiogenic, or chemotherapeutic agent.

Claim 12. (original) A composition comprising a compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, and a cytotoxic cancer therapeutic agent.

Claim 13. (original) A composition comprising a compound according to claim 1, or a pharmaceutically acceptable salt or N-oxide thereof, and an angiogenesis inhibiting cancer therapeutic agent.

Claim 14. (original) A compound consisting of
N-(4-trifluoromethoxyphenyl) 3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
N-(4-bromo-3-methylphenyl) 3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
N-(2,2,3,3-tetrafluorobenzodioxan-6-yl) 3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
N-(4-chlorophenyl) 3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
4-{[2-(4-bromo-3-methylphenylcarbamoyl)thiophen-3-ylamino]methyl}pyridine-2-carboxylic acid methylamide;
4-{[2-(2,2,3,3-tetrafluorobenzodioxan-6-ylcarbamoyl)thiophen-3-ylamino]methyl}pyridine-2-carboxylic acid methylamide;
4-{[2-(4-chlorophenylcarbamoyl)thiophen-3-ylamino]methyl}pyridine-2-carboxylic acid methylamide;
N-(4-chlorophenyl) 3-[(1H-pyrrolo[2,3-b]pyridin-3-ylmethyl)amino]thiophene-2-carboxamide;

N-(4-bromo-3-methylphenyl) 3-[(1H-pyrrolo[2,3-b]pyridin-3-ylmethyl)amino]thiophene-2-carboxamide;
N-(2,2,3,3-tetrafluorobenzodioxan-6-yl) 3-[(1H-pyrrolo[2,3-b]pyridin-3-ylmethyl)amino]thiophene-2-carboxamide;
N-{[2-(4-trifluoromethoxyphenylcarbamoyl)thiophen-3-ylamino]methyl}pyridine-2-carboxylic acid methylamide;
N-(4-Trifluoromethoxy)phenyl-3-[(1*H*-pyrrolo[2,3-*b*]pyridin-4-ylmethyl)amino]thiophene-2-carboxamide;
N-(4-chlorophenyl)-3-[(1*H*-pyrrolo[2,3-*b*]pyridin-4-ylmethyl)amino]thiophene-2-carboxamide;
3-[(1*H*-pyrrolo[2,3-*b*]pyridin-4-ylmethyl)amino]-*N*-(2,2,3,3-tetrafluoro-2,3-dihydro-1,4-benzodioxin-6-yl)thiophene-2-carboxamide;
4-Methyl-*N*-(4-trifluoromethoxyphenyl)phenyl-3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
N-(4-chlorophenyl)-4-methyl-3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
N-(4-bromo-3-methylphenyl)-4-methyl-3-[(quinolin-4-ylmethyl)amino]thiophene-2-carboxamide;
4-Methyl-3-[(quinolin-4-ylmethyl)amino]-*N*-(2,2,3,3-tetrafluoro-2,3-dihydro-1,4-benzodioxin-6-yl)thiophene-2-carboxamide;
3-{[(1-oxidoquinolin-4-yl)methyl]amino}-*N*-[4-(trifluoromethoxy)phenyl]thiophene-2-carboxamide
or a pharmaceutically acceptable salt, or *N*-oxide, thereof.

Claim 15. (original) A method of treatment of hyperproliferative disorder comprising a step of administering an effective amount of the compound according to claim 1.

Claim 16. (original) The method of claim 15, further comprising the step of administering an anti-neoplastic, anti-tumor, anti-angiogenic, or chemotherapeutic agent.

Claim 17. (original) The method of claim 15 wherein the hyperproliferative disorder is breast cancer, head cancer, or neck cancer.

Claim 18. (original) The method of claim 15 wherein the hyperproliferative disorder is gastrointestinal cancer.

Claim 19. (original) The method of claim 15 wherein the hyperproliferative disorder is leukemia.

Claim 20. (original) The method of claim 15 wherein the hyperproliferative disorder is ovarian, bronchial, lung, or pancreatic cancer.

Claim 21. (original) The method of claim 15 wherein the hyperproliferative disorder is sinonasal natural killer/T-cell lymphoma, testicular cancer (seminoma), thyroid carcinoma, malignant melanoma, adenoid cystic carcinoma, angiosarcoma, anaplastic large cell lymphoma, endometrial carcinoma, or prostate carcinoma.

Claims 22-39. (canceled)

The claims are 1-21. Claims 22-39 have been canceled without prejudice to Applicants' pursuit of any subject matter in any continuation or divisional application. The Examiner is authorized to charge any deficiencies in fees and credit any overpayment to OSI Pharmaceuticals, Inc. Deposit Account No. **502783**.

Attorney for Applicants can be reached at the telephone number and address below.

Respectfully submitted,

Shu M. Lee
Attorney for Applicants
Registration No. 41,147
Telephone No. (631) 962-2056
or (516) 924-4035
Fax No. (631) 752-3880

October 27, 2004
OSI Pharmaceuticals, Inc.
58 South Service Road, Suite 110
Melville, NY 11747